

**FILED**

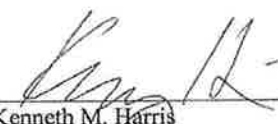
FEB 19 2014

SECRETARY, BOARD OF  
OIL, GAS & MINING**LANDMAN AFFIDAVIT  
REGARDING THE INTEREST OF JAY R. POPE**

Kenneth M. Harris personally appeared before me, being duly sworn, deposes and says:


1. My name is Kenneth M. Harris. I am a Landman for Newfield Production Company, whose address is 1001 17<sup>th</sup> Street, Suite 2000, Denver, CO 80202 ("Newfield").
2. As Operator of the Mullins 11-14-3-2W, Newfield has requisitioned the preparation of a Drilling and Division Order Title Opinion covering Township 3 South, Range 2 West, Section 14, Duchesne County, Utah.
3. Said Drilling and Division Order Title Opinion identified Jay R. Pope as a mineral owner in the aforementioned lands. The mineral interest of Jay R. Pope was scheduled on the title opinion as unleased.
4. Newfield, through its lease broker, made numerous attempts to lease the mineral interest of Jay R. Pope, but was unsuccessful. By letter dated December 6, 2013, Newfield made a final attempt to lease the mineral interest of Jay R. Pope.
5. Newfield, through its counsel, filed a Request for Agency Action with the Utah Board of Oil, Gas and Mining under Docket No. 2014-006, Cause No. 139-114 for an order pooling all interests in the 640 acre drilling and spacing unit for the Mullins 11-14-3-2W on December 10, 2013.
6. Newfield was heard by the Utah Board of Oil, Gas and Mining in an examiners hearing on January 15, 2014 regarding its Request for Agency Action. Newfield's request for an order pooling all interests in the 640 acre drilling and spacing unit for the Mullins 11-14-3-2W was granted.
7. Jay R. Pope has executed and returned Newfield's lease. Insofar as the aforementioned Order has not been finalized, Newfield considers Jay R. Pope a leased mineral owner, and requests Jay R. Pope not be included in the Order as a non-consenting party. Furthermore, due to the increased leasehold interest in the drilling and spacing unit from Jay R. Pope, the weighted average royalty under the 640 acre drilling and spacing unit for the Mullins 11-14-3-2W has been modified and revised to 17.037021%.

FURTHER AFFIANT SAYETH NOT.

  
Kenneth M. Harris

STATE OF COLORADO       §  
                                     §  
COUNTY OF DENVER       §

Subscribed and sworn to before me this 11<sup>th</sup> day of February, 2014.

  
NOTARY PUBLIC

My Commission Expires:

